STATE OF ILLINOIS ILLINOIS RACING BOARD

IN THE MATTER OF THE ISSUANCE OF ORGANIZATION LICENSES AND THE ALLOTMENT OF THOROUGHBRED AND HARNESS RACING DATES FOR CALENDAR YEAR 2011

ORDER

This matter came to be heard on the applications of Arlington Park Racecourse, LLC, Hawthorne Racecourse, Inc., and Fairmount Park, Inc. for 2011 thoroughbred racing dates; and the applications of Balmoral Racing Club, Inc. and Maywood Park Trotting Association, Inc. for 2011 harness racing dates.

Each applicant submitted a written waiver of the contested case provisions of the Illinois Administrative Procedures Act (5 ILCS 100/1 et.seq.) and elected to present evidence to the Board at an open meeting conducted on September 28, 2010. The Board heard testimony from witnesses for each of the applicants and considered exhibits submitted by each of them. In addition the Board received comment from the Illinois Harness Horsemen's Association ("IHHA"), the Illinois Thoroughbred Horsemen's Association ("ITHA"), and the Illinois Division of the Horsemen's Benevolent and Protective Association ("HBPA").

It is the public policy of this state to support and enhance the horse racing industry, ensure that Illinois' horse racing industry remains competitive with neighboring states, stimulate growth within Illinois' horse racing industry, promote tourism and encourage the breeding of thoroughbred and standardbred horses, and ensure public confidence and trust in the credibility and integrity of racing operations. 230 ILCS 5/1.2.

Section 5/20(e-5) of the Horse Racing Act (the "Act") vests the Illinois Racing Board (the "Board") with the discretion to determine an overall racing schedule which is conducive to

the best interest of the public and the sport of horse racing. In making this determination, the Board must consider the following factors enumerated in Section 20(e-5):

- The character, reputation, experience and financial integrity of the applicants and of any other person that controls such applicant, directly or indirectly;
- The facilities or proposed facilities for the conduct of horse racing;
- The total revenue to be derived by the State and horsemen from the conduct of race meetings; (without regard to Section 32.1)
- The good faith affirmative action plan of each applicant to recruit, train and upgrade minorities in all employment classifications;
- The applicant's financial ability to purchase and maintain adequate liability and casualty insurance;
- The applicant's proposed promotional budget;
- Agreements among applicants for the issuance of racing dates; and
- The extent to which applicants meet or exceed other standards adopted by the Board.

The Board has carefully reviewed each of the applications, exhibits and supplemental information submitted by the applicants, all of the testimony and evidence, and the Board has officially noticed other materials in its possession including the Board's annual reports, past Dates Orders, the 2011 staff report, and Board statistics on racing through August 31, 2010. Being fully advised in the premises, the Board makes the following findings of fact and conclusions of law:

- 1) Each applicant has an extensive history of conducting race meets in Illinois over a period of many years and each has demonstrated and possesses the character, reputation, experience and financial integrity required for an organization license. With respect to each application, the Board has considered all the statutory criteria listed in Section 20 (e-5) of the Act.
- 2) Each applicant has demonstrated the financial ability to purchase the necessary casualty

and liability insurance.

3) The following applicants own or have a lease or contract for the possession of the following racetracks:

<u>ASSOCIATION</u> <u>TRACK</u>

Arlington Park Racecourse, LLC Arlington Park

Balmoral Racing Club, Inc. Balmoral Park

Hawthorne Racecourse, Inc.

Hawthorne Racecourse

Fairmount Park, Inc. Fairmount Park

Maywood Park

4) None of the applicants is in default in the payment of any obligation or debt due the State.

5) The mileage between racetracks located in upstate Illinois is as follows:

Maywood Park Trotting Association, Inc.

Arlington Park and Balmoral Park 63.6 miles

Arlington Park and Hawthorne Racecourse 30.4 miles

Arlington Park and Maywood Park 20.5 miles

Balmoral Park and Hawthorne Racecourse 37.5 miles

Balmoral Park and Maywood Park 50.7 miles

Hawthorne Racecourse and Maywood Park 10.5 miles

Fairmount Park is located more than 225 miles from the racetrack at which all other applicants seek to conduct race meetings.

- 6) Each applicant has submitted a summary of its workforce. Each applicant has actively recruited, trained and promoted minority employees.
- 7) The racing dates issued by the Board for 2010 were as follows:

THOROUGHBRED				
Arlington Park January 3 through February 11 April 28 through September 28	Host Days 194		<u>ive</u> 91	<u>Dark)</u> 103
Hawthorne Racecourse January 1 and January 2 February 12 through April 27 September 29 through December 31	171	1	09	62
Fairmount Park April 27 through August 24	n/a		52	
HARNESS				
Balmoral Park January 2 and January 3 January 27 through December 29	<u>Host Days</u> 266	T-QALLE	<u>ive</u> 144	<u>Dark)</u> 122
Maywood Park Trotting Association January 1 January 28 through December 31	99		97	2

The average daily handle (live and simulcast), state revenue generated, commingled 8) handle (e.g. out-of-state handle on Illinois races) and on-track attendance at each 2010 race meet through August 31, 2010 are set forth below:

	Average	Average Dail	y	
	Daily	State Gov.	Commingled	
	Handle Reven	ue*** Hand	le ** Attenda	ance
THOROUGHBRED				
Arlington Park	\$2,097,949	\$29,813	\$2,313,245	8,944
Hawthorne Racecourse Fall *	\$1,478,668	\$20,519	\$2,212,427	1,382
Hawthorne Racecourse Spring	\$1,572,737	\$21,907	\$1,719,147	1,252
Fairmount Park	\$158,750	\$967	\$102,815	2,593
HARNESS				
Balmoral Park	\$601,892	\$8,532	\$712,509	1,027
Maywood Park	\$737,412	\$10,429	\$582,433	765

^{*} Hawthorne Racecourse Fall statistics reflect its 2009 race meet

** The State of Illinois does not generate revenue on commingled handle

***This reflects only the 1.5 percent pari-mutuel tax, and not local government revenue, sales or income or employment tax.

HARNESS

- 9) Maywood Park was built exclusively as a harness racing track and has been hosting racing meets for more than half a century. Maywood has been the host of the prestigious Windy City Pace every autumn for the past 26 years. Since 1998, Maywood has operated a coordinated meet and purse distribution schedule with Balmoral Park. In 2010, Maywood raced 2 nights per week on Thursday and Friday. Maywood Park proposed a 2011 advertising and promotions budget of \$637,200.
- Balmoral Park, located in Crete, Illinois has conducted both harness and thoroughbred racing during its 84-year history. Balmoral has conducted harness racing only since 1991. In 2010, Balmoral conducted live racing 144 nights on 3 evenings per week, January 27 through December 29 on Wednesdays, Saturdays and Sundays. No live racing was conducted at Balmoral or Maywood during the dark host period, January 4 through January 26, 2010. Balmoral and Maywood have a shared coordinated purse distribution schedule with the consent of the IHHA. Balmoral hosts numerous stakes races during the summer and early fall, where horsemen compete for \$4.4 million in purses. This stakes schedule directs national attention to the Illinois harness racing program. Several of these stakes races are part of the "American National" series and many stakes are restricted to Illinois bred horses. Balmoral's "Super Night," where over \$1.5 million in purses are distributed, is one of the country's premier harness racing events. Balmoral has assembled a year-around, full time professional organization with expertise in all areas of harness racing and marketing. In its 2011 application, Balmoral proposed a marketing and promotions budget of \$795,000.
- 11) Representatives from Maywood Park (Duke Johnston), Balmoral Park (John Johnston) and the Illinois Harness Horsemen's Association ("IHHA") (Dave McCaffrey) testified that there

was an agreement between the IHHA and the organization licensees as to the 2011 dates schedule; however, the issue of recapture liability pursuant to 230 ILCS 5/26(g)(13) for 2011 remains unresolved. Without an agreement as to recapture payments, the purse structure for 2011 is uncertain. Although Balmoral Park and Maywood Park are legally entitled to take 100% of the recapture owed to them from the purse account, doing so would cause purses to drop to a level that could not sustain a race meet. John Johnston testified that for the last several years, Maywood and Balmoral have taken only 30% of the recapture owed to them, deferring 70%. This year Balmoral and Maywood have been unwilling to commit to a deferral amount, even though the IHHA offered to increase its payment to 40%. Dave McCaffrey testified that the amount of deferred recapture would directly affect IHHA's decision on whether or not the horsemen need a block of dark time to preserve purse levels.

THOROUGHBRED

12) Arlington Park, located in Arlington Heights, Illinois is viewed nationally and internationally as a premier racing facility and has been successful in attracting world-class horses and horsemen. The Board has historically awarded Arlington a thoroughbred meet that spans the entire summer. In 2010, Arlington raced from April 28 through September 28, racing four days per week. Arlington's on-track attendance has traditionally been the strongest in the state with an average daily attendance in 2010 of 8,944. Arlington's stakes program is strong, constituting 23% of open races, and its centerpiece, the Grade I Arlington Million, generates substantial fan interest in Illinois and nationwide. Out-of-state wagering on Arlington's live product averages \$2.3 million daily in 2010. Arlington Park has a synthetic surface race track, installed in 2007 and a first class turf course. Arlington proposed a 2011 marketing and promotions budget of \$3 million.

- 13) Hawthorne Racecourse in Stickney, Illinois has been in the thoroughbred horse racing business for 100 years. Hawthorne has a one-mile dirt course and a 7/8 mile turf course, which are both excellent for thoroughbred racing. Hawthorne's turf course can be used in the spring, as it can regenerate in the summer and be ready for turf racing in the fall. Hawthorne traditionally starts the thoroughbred racing season with a meet in the spring and closes the thoroughbred season with a late fall, early winter meet. The Board finds that strong race meets in March through April conducted at Hawthorne Racecourse are critical to maintaining a healthy horse population ready to run at Arlington Park in the summer. Hawthorne hosts the prestigious \$250,000 Gold Cup, Gr. II. Hawthorne's thoroughbred program emphasizes more Illinois bred races and provides racing opportunities and purses for some Illinois horsemen who are unable to race at Arlington. Hawthorne proposed a 2011 marketing and promotions budget of \$1.5 million.
- Representatives from Arlington Park (Roy Arnold), Hawthorne Racecourse (Tim Carey) and the Illinois Thoroughbred Horsemen's Association ("ITHA") (Michael Campbell) presented an agreed schedule to the Board. The agreed schedule is comprised of racing dates for the years 2011 and 2012. The agreement proposes 86 live and 108 dark host days for Arlington (racing 4 days per week), and 110 live and 61 dark host days for Hawthorne. The schedule proposes four live days less than was awarded last year.
- 15) Fairmount Park, located in Collinsville, Illinois provides racing opportunities for downstate Illinois horsemen and racing fans. Fairmount has experienced financial difficulty in recent years that has caused it to voluntarily reduce race days. Under Section 26(g) (7.1) of the Act, Fairmount Park must apply for at least as many live racing days as it conducted in calendar year 2000. Fairmount Park has met this requirement. The statute does not, however, require the

Board to award any specific number of live racing days to Fairmount Park. In 2009, Fairmount, was awarded 75 days but only raced 57 live days, vacating 18 of those days due to financial difficulty and insufficient purses. In 2010, Fairmount was awarded 52 days. Brian Zander, President of Fairmount Park, testified that Fairmount would be in the financial position to conduct 75 racing dates in 2011 if monies currently held by the racetracks from the Horse Racing Equity Trust Fund are released and/or the General Assembly approves electronic gaming at racetracks in the fall veto session. In 2010, the legislature passed a law increasing the parimutuel tax at Fairmount Park and its associated facilities from .25% to .75% in response to the Board's need to fund a substantial operating deficit at Fairmount Park. Fairmount proposed 2011 marketing and promotions budget of \$155,600.

16) Members of the Board have frequently visited and inspected each Illinois racetrack and are familiar with the facilities and accommodations of each applicant. The Board notes the following about Illinois' five racetracks:

Arlington Park

- a) Arlington has a 1 1/8 mile main course with a synthetic racing surface (Polytrack) and a one-mile turf course. Both are ideal for thoroughbred racing.
- b) Arlington utilizes the Fontana safety rail, which is preferred by thoroughbred jockeys.
- c) Arlington's public facilities and accommodations are superior for warm weather racing.
- d) Arlington's backside facilities are excellent for warm weather racing. Three new family dormitories have been built since 2005.
- e) Arlington has sufficient stall space to accommodate all race dates requested.

Balmoral Park

- a) Balmoral has a recently upgraded one-mile clay and limestone track, equipped with lights, which is excellent for harness racing.
- b) Balmoral utilizes the "hubless hubrail," which is considered by harness drivers to be the most important safety feature available.
- c) Balmoral's facilities and accommodations for the public are excellent and appropriate for all weather conditions.
- d) Balmoral's backside facilities and accommodations are adequate for all weather conditions.
- e) Balmoral has sufficient stall space to accommodate all race dates requested.

Fairmount Park

- a) Fairmount Park has a one-mile dirt course and utilizes the Fontana Safety rail.
- b) Fairmount's public facilities and accommodations are adequate.
- c) Fairmount's backside facilities are adequate.
- d) Fairmount has sufficient stall space to accommodate all race dates requested.

Hawthorne Racecourse

- a) Hawthorne's accommodations for the public are excellent for all weather conditions.
- b) Hawthorne has a one-mile dirt course, and a 7/8 mile turf course, which is ideal for thoroughbred racing. For harness racing, Hawthorne offers a one-mile dirt and limestone course and is equipped with lights.
- c) Hawthorne uses a removable, modified Fontana Safety rail system, for thoroughbred racing. Thoroughbred jockeys prefer the Fontana rail. In addition, for harness racing, Hawthorne utilizes the "hubless hubrail."
- d) Hawthorne's backside facilities and accommodations are adequate for all weather conditions. Hawthorne provides and maintains off-site housing for backstretch workers.

e) Hawthorne has sufficient stall space to accommodate all race days requested.

Maywood Park

- a) Maywood has a half-mile limestone track, equipped with lights, which is acceptable for harness racing.
- b) Maywood utilizes the "hubless hubrail," which is considered by harness drivers to be the most important safety feature available.
- c) Maywood's public and backside facilities and accommodations are excellent for all weather conditions.
- d) Maywood has sufficient stall space to accommodate all race dates requested.
- Pursuant to section 26(h)(1)(iii)(C), the Board finds that as a result of the insufficient level of purses available, that extraordinary circumstances exist and that it is in the best interests of the public and the sport to conduct fewer than 100 live days of racing at Fairmont Park.
- The Board finds that Illinois thoroughbred and harness racing, wagering and revenues are in decline. Handle at brick and mortar locations dropped an additional 13% in 2010 but due to the legalization of licensed Advance Deposit Account Wagering, total handle remains even from 2009. Out-of-state handle on Illinois races was down 27%. Arlington's Illinois handle was down 4% in 2009, and yet, attendance increased by 8%. Arlington's out-of-state handle was down 30%. Hawthorne was flat in out-of-state handle and slightly up in live Illinois handle. On the harness side, Balmoral was down 17% in all source handle, and Maywood decreased 20%. Purse levels continue to deteriorate and legislative relief is not immediately forthcoming.
- 19) The Board has considered each of the applicants consistent with the factors enumerated in Section 20 of the Horse Racing Act (230 ILCS 5/20(e-5). Consistent with its obligation to act in the best interest of the public and the sport of horse racing and to determine an overall schedule which enhances the horse racing industry, ensures that Illinois' horse racing industry

remains competitive with other states, promotes tourism, stimulates growth within the horse racing industry, and satisfies the market in a variety of geographic areas, and based on the applications, exhibits, and testimony.

IT IS HEREBY ORDERED THAT:

- 20) Seventy-five (75) days of thoroughbred racing are allotted to Fairmount Park, Inc. to be conducted at Fairmount Park from March 15, 2011 through September 30, 2011, two and three days per week, Tuesday afternoons, Friday and Saturday evenings and May 30 and September 5, dark on May 31 and September 6.
- Eighty-six (86) days of thoroughbred racing are allotted to Arlington Park Racecourse, LLC, to be conducted at Arlington Park from May 6, 2011 through September 25, 2011. In addition, Arlington Park is awarded host track status from January 1, 2011 through February 10, 2011, May 1 through May 5 and September 26 through September 30. Arlington Park will race four days per week, dark Mondays, Tuesdays and Wednesdays with live racing on May 30, July 4 and September 5. Post-times shall be 1:00 p.m. except that Arlington Park may have a 12:00 noon post time on Kentucky Derby Day and an 11:45 am. Post-time on Arlington Million Day and a 3:00 p.m. post on Fridays. Arlington shall conclude its Friday afternoon program (last race declared official) by 7:10 p.m. so as not to conflict with the Maywood evening program. Arlington may conduct 12 races on Arlington Million Day. Arlington Park shall operate as the Illinois host track for the entirety of its meet, even on days and during weeks when no live racing occurs.
- One hundred and ten (110) days of thoroughbred racing are allotted to Hawthorne Racecourse, Inc. from February 11, 2011 through February 28, 2011, racing 2 days per week on Fridays and Saturdays, March 1, 2011 through March 26, 2011 racing 4 days per week on

Tuesdays, Wednesdays, Fridays and Saturdays, March 27, 2011 through April 30, 2011, racing 5 days per week dark on Mondays and Thursdays and April 24 and racing from October 1, 2011 through December 31, 2011 and December 26, 2011, racing 5 days per week, dark Mondays and Tuesdays. The track shall be dark on November 24, December 24 and December 25. During live racing, post-times shall be 1:00 p.m., except that Hawthorne may have a 3:00 p.m. post on Fridays, as daylight may permit. Hawthorne Racecourse shall operate as the Illinois host track for the entirety of its meet, even on days when no live racing occurs.

- One hundred and fifty-three (153) nights of harness racing are allotted to Balmoral Racing Club, Inc. from January 1, 2011 through December 31, 2011, racing three nights per week, Wednesdays, Saturdays and Sundays. Post-times shall be between 7:00 p.m. and 7:45 p.m. except that Sunday and New Year's Eve post-times may be at 6:30 p.m. Balmoral shall be dark on February 6, April 24, December 24 and December 25. Balmoral shall operate as the Illinois host track for the entirety of its meet, even on days when no live racing occurs.
- One hundred and three (103) nights of harness racing are allotted to Maywood Park Trotting Association, Inc. from January 6, 2011 through December 30, 2011. Maywood Park shall race on Thursdays and Fridays with post-times between 7:00 p.m. and 7:45 p.m. Maywood shall be dark on November 24. Maywood Park Trotting Association shall operate as the Illinois host track for the entirety of its meet.
- 25) In order to provide the Board assurance that the harness purse accounts will have sufficient funds to sustain the dates awarded, as a condition to the harness dates awards to Maywood Park and Balmoral Park, by December 15, 2010 Maywood and Balmoral must have an executed contract with the IHHA settling the issue of recapture payments and deferments for the calendar year 2011.

- No organization licensee receiving racing dates pursuant to this order shall be deemed to have a vested interest, property right or future expectation to receive an organization license in any subsequent year as a result of the granting of an organization license for the calendar year 2011.
- 27) Each organization licensee shall maintain an open backstretch with sufficient stall space to accommodate horses for all dates awarded.
- 28) As a condition of its license, each organization agrees to complete the capital improvements as outlined in Exhibit 17 of its respective 2011 Dates Applications.
- 29) Each organization shall establish and maintain security staffing at a level that is satisfactory to the Board.
- 30) The issuance of organization licenses shall be subject to the condition that prior to its race meeting, each organization licensee shall furnish to the Board the following inspection reports:
 - a) A report from the Health Department of the municipality in which the track is located, or the Health Department of the County or State if the municipality lacks jurisdiction. This inspection report shall include, but not be limited to, an inspection of kitchen and concession equipment, water supply, sewage, drainage, housing and sanitation facilities of both the backside and the public areas. This report shall state that the facilities inspected at the particular track are in satisfactory compliance with the applicable health code provisions.
 - b) A report from the Building Department of the municipality in which the track is located, or the Health Department of the County or State if the municipality lacks jurisdiction, stating that all the buildings located on the physical plant of the particular track are in satisfactory compliance with the applicable building code provisions.
 - c) A satisfactory report from the State Fire Marshal's Office. This report shall detail any corrective action required in the areas of fire prevention, detection, suppression, construction, or health and safety addressed by the State Fire Marshal, the Board's Fire Safety rules (11 Ill. Adm. Code 403), or any state statutes which may be applicable. If the track appeals the findings of the Office of the State Fire Marshal, a copy of said appeal shall be filed with the Board in lieu of the Statement of Satisfactory

- Compliance. All tracks shall keep Board staff apprised of the status of any appeals. Upon acceptance of the 2011 racing dates, each organization licensee shall remit \$2,000 payable to the Illinois State Fire Marshall's Office and submitted to the Board, for fire safety inspection reports, which are required by regulation.
- d) Copies of all interim inspection reports, citing code and fire rule violations, if any, shall be submitted to the Board by the organization licensee within three (3) working days of receipt by the organization licensee. In the event of successive race meets of the same breed at the same track, only the first organization need submit the inspection reports required in this paragraph, unless any applicable rules require additional inspections.
- 31) Prior to the issuance of an organization license, each applicant shall file an admission tax bond in the amount of \$25,000 and a pari-mutuel tax bond in the amount of \$200,000. Said bonds shall be filed with the Board not less than 20 days prior to the opening of each applicant's meet.
- Each organization licensee, within 10 days of receipt of the final executed Dates Order, shall file with the Board an acceptance of the award, and pay to the Board \$110 for each racing date awarded.
- Each thoroughbred organization licensee shall submit its proposed stakes schedule, including proposed purses, to the Board for its approval at least 60 days prior to the opening of a new race meeting. Accompanying the proposed stakes schedule shall be a letter of approval or disapproval from the horsemen's groups.
- 34) Each organization licensee accepting thoroughbred dates under this order shall publish condition books covering at least the first seven (7) days of the meet and make them available to horsemen at least three (3) weeks prior to opening day; except Hawthorne Racecourse and Fairmount Park, Inc., which shall provide such books no later than six (6) weeks prior to opening

- day. Thereafter, condition books shall be provided no later than three (3) weeks prior to the effective date of the first day of racing provided in such subsequent condition books.
- Each licensee shall make pari-mutuel settlements within a 15-day cycle. Pari-mutuel settlements include, but are not limited to, live and host track commissions, purse allocations, outstanding pari-mutuel winnings, surcharges and interstate host fees.
- The failure of any organization licensee to satisfy any of the aforementioned conditions or mandates to the Board's satisfaction may result in civil penalties being assessed against them, rescission of their racing dates, and revocation of their organization licenses.
- 37) Attached hereto as Appendix A and made a part hereof is a chart of the 2011 dates awarded.
- 38) This is a final administrative decision subject to the Administrative Review Law. This decision may be challenged by the filing of an action for administrative review within 35 days.
- 39) This document may be executed in one or more counterparts, each of which shall be deemed an original and all of which together shall constitute one document. Signatures may be transmitted initially by facsimile, with hard copy to follow.

[Signature Page to Follow]

APPENDIX A

2011 RACING DATES SCHEDULE

THOROUGHBRED

Arlington Park January 1 through February 10 May 1 through May 5 May 6 through September 25 September 26 through September 30	<u>Host Days</u> 194	<u>(Live</u> 86	<u>Dark)</u> 108
Hawthorne Racecourse February 11 through April 30 October 1 through December 31	171	110	61
Fairmount Park March 15 through September 30	n/a	75	

HARNESS

Balmoral Park January 1 through December 31	Host Days 261	(<u>Live</u> 153	<u>Dark)</u> 108
Maywood Park Trotting Association	104	103	1
January 6 through December 30			

Joseph J. Sinopoli, Chairman	
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William Farley, Jr.	
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BOARD ORDER SIGNATURES DATES FOR 2011 DATES FOR ZOLL (SEE SYSTEM)

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